

BEFORE PROCEEDING

Approved by OMB

3060-0589

Page No. 1 of 1

(1) LOCKBOX #

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FEDERAL COMMUNICATIONS COMMISSION

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FCC/MELLON

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SPECIAL USE

FCC USE ONLY

Essex Acquisition Comoration

UNITED STATES GOVERNMENT
\$815.00

Boca Raton

FL

33487

(9) DAYTIME TELEPHONE NUMBER (include area code)

1-066-244-4767

(10) COUNTRY CODE (if not in U.S.A.)

0007777139

30-0114377

(19) DAYTIME TELEPHONE NUMBER (include area code)

(20) COUNTRY CODE (if not in U.S.A.)

(21) APPLICANT (FRN)

(22) APPLICANT (TIN)

COMPLETE SECTION C FOR EACH SERVICE. IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET

(23A) CALL SIGN/OTHER ID

(24A) PAYMENT TYPE CODE

(25A) QUANTITY

(26A) FEE DUE FOR (PTC)

(27A) TOTAL FEE

FCC USE ONLY

8500 \$860.00

(28A) FCC CODE 1

(29A) FCC CODE 2

(23B) CALL SIGN/OTHER ID

(24B) PAYMENT TYPE CODE

(25B) QUANTITY

(26B) FEE DUE FOR (PTC)

(27B) TOTAL FEE

FCC USE ONLY

(28B) FCC CODE 1

(29B) FCC CODE 2

SECTION D - CERTIFICATION

(30) CERTIFICATION STATEMENT

I, Jim Doherty, certify under penalty of perjury that the foregoing and supporting information is true and correct to the best of my knowledge, information and belief.

SIGNATURE

DATE 10/10/02

(31)

MASTERCARD/NISA ACCOUNT NUMBER

EXPIRATION
DATE:

MASTERCARD



VISA

I hereby authorize the FCC to charge my VISA or MASTERCARD for the service(s)/authorization herein described

SIGNATURE

DATE



Maria A. Abbagnaro
General Counsel
Tel: **(203) 468-2047**
Fax: **(413) 521-4592**

October 11, 2002

Marlene H. Dortch, Secretary
Federal Communications Commission
c/o Vistronix, Inc.
236 Massachusetts Avenue, N.E.
Suite **110**
Washington, DC **20002**

Re: Essex Communications, Inc. and Essex Acquisition Corporation
Joint Application Under Section **214** of the Telecommunications Act of **1934**
Seeking Approval of Domestic and International Transfers of Control

Dear Ms. Dortch:

Enclosed for filing with the Common Carrier Bureau is the Joint Application of Essex Communications, Inc. and Essex Acquisition Corporation seeking Commission approval of domestic and international transfers of control under Section **214** of the Telecommunications Act.

In accordance with 47 CFR **1.1105** of the Commission's Rules, a copy of this cover letter, **Form** FCC 159, and a check in the amount of \$860.00 has been sent via overnight delivery to the Mellon Bank as of this date.

Kindly acknowledge receipt of this transmittal by date stamping and returning the enclosed copy of this cover letter.

Please address any future correspondence regarding this filing to my attention **at 543** Main Street, New Rochelle, New York 10801 or you may contact me at **(203) 468-2047**.

Sincerely,

A handwritten signature in dark ink, appearing to read "Maria A. Abbagnaro", is written over a horizontal line. The signature is fluid and cursive.

Maria A. Abbagnaro

**BEFORE THE FEDERAL COMMUNICATIONS COMMISSION
WASHINGTON, D.C. 20554**

In the Matter of)
)
Essex Communications, Inc. d/b/a)
eLEC Communications and Essex)
Acquisition Corporation)
)
Joint Application Under Section 214)
of the Telecommunications Act of 1934)
)
Seeking Approval for Domestic and)
International Transfers of Control)

APPLICATION

Essex Communications, Inc. d/b/a eLEC Communications ("ECI") and Essex Acquisition Corporation ("EAC"), in accordance with Section 214 of the Communications Act of 1934, as amended ("the Act"), 47 U.S.C. 214, hereby requests authority for domestic and international transfers of control. EAC has no affiliation with any foreign carrier in any of the destination countries for which authority is requested nor is EAC affiliated with any dominant U.S. carrier whose services EAC may resell. Thus, pursuant to 47 CFR 63.10(a)(1) EAC should be classified as a non-dominant carrier in its provision of international service on all routes. Furthermore, as explained herein, this Application is entitled to streamlined processing under 47 CFR 63.12. According to the FCC's fee schedule, Fee Code CUT, two checks in the amount of \$860.00 are attached hereto.

In support of its request for authority, ECI and EAC submit the following information pursuant to 47 CFR 63.18 of the Commission's rules

(a) The name, address and telephone number of the applicants are:

- a. Essex Communications Inc.
543 Main Street
New Rochelle, New York 10801
Tel: 1-888-389-1400

b. Essex Acquisition Corporation
6950 West Rogers Circle, Suite #6
Boca Raton, FL 33487
Tel: 1-866-244-4767

(b) ECI is a corporation organized under the laws of New York.

EAC is a corporation organized under the laws of Delaware.

(c) Correspondence concerning this Application should be addressed to:

Maria Abbagnaro
Essex Communications Inc.
543 Main Street
New Rochelle, New York 10801
Tel: (203) 468-2047

With copies to:

Jim Doherty
Essex Acquisition Corporation
543 Main Street
New Rochelle, New York 10801
Tel: (518) 441-7766

(d) ECI was granted authority for international global resale service 63.18(e)(2) on February 27, 1998, File ITC 21419971222-00806.

EAC has not previously received Section 214 authority from the Commission.

(e) EAC is 100% owned by BiznessOnline.com, Inc. BiznessOnline is a Delaware corporation with offices located at 1720 Route 34, PO Box 1347, Wall, New Jersey 07719.

(f) As evidenced by the certification attached hereto as Attachment A, EAC is not affiliated with a foreign corporation.

(g) As evidenced by the certification attached hereto as Attachment A, EAC does not seek to provide international telecommunications service to any destination

where (1) EAC is a foreign carrier in that country; **(2)** EAC controls a foreign carrier in that country; (3) any entity that owns more than 25% in EAC, or controls EAC, controls a foreign carrier in that country; or **(4)** two or more parties own, in the aggregate, more than 25% of EAC and are parties to, or the beneficiaries of, a contractual relationship that affects the provision of marketing of international basic telecommunications services in the United States.

- (h) EAC is not affiliated or otherwise related to any foreign carrier on any of the routes, which EAC proposed to provide service in this Application.
- (i) EAC is not a foreign carrier and is not affiliated with a foreign carrier on any of the routes it proposes to resell international telecommunications service.
- (j) EAC is not affiliated with any foreign carrier on any of the routes it proposes to provide services.
- (k) As evidenced by the certification provided in Attachment **A**, EAC has not agreed to accept special concessions directly or indirectly from any foreign carrier with respect to any U.S. international route the foreign carrier possesses sufficient market power on the foreign end of the route to affect competition adversely in the U.S. market and will not enter into such agreements in the future.
- (l) As evidenced by the certification provided in Attachment A, no party to this application is subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988.

(m) EAC respectfully requests streamlined processing of this Application pursuant to 47 CFR 63.12 of the Commission's Rules. This Application qualifies for streamlined processing for the following reasons: (1) EAC is not affiliated with a foreign carrier on any route for which authority is sought; (2) EAC is not affiliated with any dominant U.S. carrier whose international switched or private lines services it seeks to resell; and (3) EAC is not requesting authority to provide switched service over private lines to countries not previously authorized for service by the Commission

Wherefore, EAC and ECI respectfully requests that the Commission grant the this Application for transfer of control and thereby grant EAC the authority to provide domestic and international telecommunications service pursuant to Section 214 of the Communications Act of 1934, as amended.

Respectfully submitted this _____ day of October, 2002

Essex Communications, Inc.

Maria A. Abbagnaro, Esq.
Essex Communications, Inc.
543 Main Street
New Rochelle, New York 10801
Tel: (203) 468-2047
Fax: (413) 521-4592

Essex Acquisition Corporation

Jim Doherty
Essex Acquisition Corporation
543 Main Street
New Rochelle, New York 10801
Tel: (518) 441-7766
Fax: (914) 632-8411

ATTACHMENT A

CERTIFICATE

The undersigned hereby certifies, on behalf of Essex Acquisitions Corporation, ("EAC"), with respect to the foregoing application that:

- 1 EAC is not affiliated with any foreign carrier in any of the countries to which EAC proposes to provide service in the foregoing application.
- 2 EAC will comply with the terms and conditions contained in Section 63.21, 63.22 and 63.23 of the Commission's Rules. **(47 CFR 63.21-.23)**
- 3 EAC does not seek to provide international telecommunications service to any destination where (1) EAC is a foreign carrier in that country; (2) EAC controls a foreign carrier in that country; (3) any entity that owns more than 25% in EAC, or controls EAC, controls a foreign carrier in that country; or **(4)** two or more parties own, in the aggregate, more than 25% of EAC and are parties to, or the beneficiaries of, a contractual relationship that affects the provision of marketing of international basic telecommunications services in the United States.
- 4 EAC has not agreed to accept special concessions directly or indirectly from any foreign carrier with respect to any U.S. international route the foreign carrier possesses sufficient market power on the foreign end of the route to affect competition adversely in the U.S. market and will not enter into such agreements in the future.
- 5 No party to this application is subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988.

By: _____
Ken Baritz, CEO

Date: _____

ATTACHMENT B

Attachment to Bill of Materials Containing Information for the Domestic
214 Transfer of Title in Connection with 47 CFR 3.04 (a)(6) through (i)

(a)(6) Description of Transaction

On September 2, 2002, the Applicants entered into a purchase agreement whereby Essex Communications, Inc. ("ECI") will transfer its assets and its authorization to provide local facilities based and resold interexchange telecommunications services.¹ In exchange, Essex Acquisition Corporation ("EAC") will assume certain liabilities of ECI and manage ECI pursuant to an interim consulting and funding agreement until a closing occurs. The closing of the transaction is subject to receipt of, among other things, applicable shareholder and regulatory approvals and must be completed by December 31, 2002. In light of the challenging market for competitive carriers, including for ECI and its customers, it is important that the approval of this transaction not be unnecessarily delayed. Timely approval will ensure there are no interruptions in customer service.

Upon consummation of the final closing, which is intended to occur only after receipt of all necessary regulatory approvals, EAC shall acquire from ECI ownership of telecommunications assets, including but not limited to the state regulatory authorizations and certificates to provide local facilities based services. After the closing and after prior notice to ECI customers, EAC will provide these services to customers and ECI will cease any and all offering of these services'. The Customer Notice attached in Exhibit B conforms with the requirements of 47 CFR 64.1120 as promulgated in CC Dockets 00-257 and 94-129 (FCC 01-156) with respect to the migration of customers from one telecommunications carrier to another.

¹ Exhibit A - Jurisdictional Bill of Materials

² Exhibit B - Customer Notice to be provided to customer as bill i

(a)(7) Geographic Areas in which Service is/will be offered

ECl is currently licensed to provide local and long distance telecommunications services in approximately forty-three (43) states but only provides service in Colorado, Connecticut, Massachusetts, New Jersey, New York, Pennsylvania, Rhode Island, Virginia and West Virginia. Upon consummation of the final closing and receipt of State regulatory approvals, EAC will commence providing services in the aforementioned states. Currently EAC is not providing telecommunications services in any geographic area.

(a)(8) Streamlining Procedures

The proposed transaction will result in EAC having a market share in the interstate, interexchange market of less than ten percent, and EAC would provide competitive telephone exchange services or exchange access services (if at all) in geographic areas served by a dominant local exchange carrier that is not a party to the transaction. This application should therefore be afforded streamlined treatment because neither of the applicants is dominant with respect to any service as described herein.

(a)(9) Commission Applications related to this Transaction

ECl's joint filing of its domestic **214** and international **214** Transfer of Control Applications is the only application related to this transaction.

(a)(10) Special Consideration

Neither of the applicants are requesting special consideration due to imminent business failure.

(a)(11) Waiver Requests

The Applicants have not and do not plan to file separately filed waiver requests in conjunction with this transaction.

(a)(12) PUBLIC INTEREST, CONVENIENCE AND NECESSITY

Commission approval of the domestic **214** transfer of control is in the public interest. The infusion of ECI's assets into EAC will allow EAC to compete in the marketplace for local exchange telecommunications services. Further, consumers will benefit from the availability of increased long distance telecommunications products and service options. This transaction will also ensure ECI's customers of uninterrupted service.